

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
LAREDO DIVISION**

In re:

LIFESIZE, INC. *et al.*,

Debtors.¹

Chapter 11

Case No. 23-50038 (DRJ)

(Jointly Administered)

**NOTICE OF FILING OF AMENDED PROPOSED ORDER (I) APPROVING BIDDING
PROCEDURES FOR SALE OF THE DEBTORS' ASSETS, (II) APPROVING BID
PROTECTIONS, (III) SCHEDULING CERTAIN DATES WITH RESPECT THERETO,
(IV) APPROVING THE FORM AND MANNER OF NOTICE THEREOF, AND (V)
APPROVING CONTRACT ASSUMPTION AND ASSIGNMENT PROCEDURES**

PLEASE TAKE NOTICE that on May 16, 2023, the above-referenced debtors and debtors in possession (the "Debtors") commenced these chapter 11 cases in the United States Bankruptcy Court for the Southern District of Texas (the "Court").

PLEASE TAKE FURTHER NOTICE that on May 19, 2023, the Debtors filed the *Debtors' Emergency Motion for Entry of Orders (A)(I) Authorizing Asset Purchase Agreement for Sale of Substantially All of Debtors' Assets (II) Approving Bidding Procedures for Sale of Debtors' Assets, (III) Approving Bid Protections, (IV) Scheduling Certain Dates With Respect Thereto, (V) Approving the Form and Manner of Notice Thereof, and (VI) Approving Contract Assumption and Assignment Procedures; (B) Approving (I) Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests, and (II) Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief* [Docket No. 48] (the "Bidding Procedures and Sale Motion").² A hearing was set for June 6, 2023 at 1:00 p.m. (Central Time) (the "Bid Procedures Hearing") with respect to certain relief requested in the Bidding Procedures and Sale Motion, including, *inter alia*, the Debtors' proposed Bidding Procedures and related relief.

PLEASE TAKE FURTHER NOTICE that on June 1, 2023, Cigna Health and Life Insurance Company ("Cigna") filed an objection [Docket No. 78] to the Bidding Procedures and Sale Motion, and Life Insurance Company of North America ("LINA") also filed an objection [Docket No. 70] to the Bidding Procedures and Sale Motion (together, the "Insurer Objections").

PLEASE TAKE FURTHER NOTICE that on June 1, 2023, the United States Trustee (the "U.S. Trustee," and collectively with Cigna and LINA, the "Objecting Parties") filed an objection

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: Lifesize, Inc. (5803); SL Midco 1, LLC (6980), SL Midco 2, LLC (9192); Serenova, LLC (9208); Telstrat, LLC (5255); LO Platform Midco, Inc. (5738); Serenova WFM, Inc. (2823); and Light Blue Optics, Inc. (7669). The Debtors' service address is 216 West Village Blvd., Suite 102, Laredo, TX 78041.

² A capitalized term used but not defined herein shall have the meaning ascribed to it in the Bidding Procedures and Sale Motion.

[Docket No. 81] to the Bidding Procedures and Sale Motion (the “UST Objection”).

PLEASE TAKE FURTHER NOTICE that on June 6, 2023, the Debtors filed an amended proposed form of order [Docket No. 95] granting the relief requested under the Bidding Procedures and Sale Motion at the Bid Procedures Hearing (the “Initial Amended Proposed Order”).

PLEASE TAKE FURTHER NOTICE that on June 6, 2023, the Court conducted the Bid Procedures Hearing, and approved the relief requested under the Bidding Procedures and Sale Motion requested thereat, subject to certain modifications to the Initial Amended Proposed Order announced on the record in light of the Insurer Objections and UST Objection. The Court directed that the Debtors confer with counsel for the Objecting Parties and Stalking Horse Purchaser regarding an agreed form of amended proposed order incorporating the modification announced on the record at the Bid Procedures Hearing.

PLEASE TAKE FURTHER NOTICE that the Debtors, Objecting Parties, and Stalking Horse Purchaser conferred regarding the amended form of order incorporating the Court’s ruling at the Bid Procedures Hearing, and have reached an agreement regarding the form thereof, with one exception, a copy of which is attached hereto (the “Subsequently Amended Proposed Order”). Specifically, the U.S. Trustee requests the inclusion of the following sentence in footnote 7 of the Subsequently Amended Proposed Order, which the Debtors and Stalking Horse Purchaser dispute as being beyond the Court’s announced modifications at the Bid Procedures Hearing:³

Specifically, the U.S. Trustee asserts that any chapter 5 claims owned by the estate are not property which may be sold as part of the proposed sale and should be excluded from the assets transferred to the Successful Bidder.

PLEASE TAKE FURTHER NOTICE that a redline of the Subsequently Amended Proposed Order against the Initial Amended Proposed Order is also attached hereto.

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³ A further modification to the Initial Amended Proposed Order was agreed to by the Debtors and the U.S. Trustee, which is included in footnote 5 thereof.

Dated: June 8, 2023

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Benjamin L. Wallen

Benjamin L. Wallen (SBT 24102623)
440 Louisiana Street, Suite 900
Houston, TX 77002
Tel: (713) 691-9385
Facsimile: (713) 691-9407
bwallen@pszjlaw.com

-and-

Jeffrey N. Pomerantz (Admitted *pro hac vice*)
Jordan A. Kroop (Admitted *pro hac vice*)
Cia H. Mackle (Admitted *pro hac vice*)
10100 Santa Monica Blvd., 13th Floor
Los Angeles, CA 90067
Telephone: (310) 277-6910
Facsimile: (310) 201-0760
jpomerantz@pszjlaw.com
jkroop@pszjlaw.com
cmackle@pszjlaw.com

Proposed Counsel to the Debtors and Debtors in Possession

CERTIFICATE OF SERVICE

I hereby certify that on this 8th day of June, 2023, a true and correct copy of the above and foregoing has been served on all parties that are registered to receive electronic transmission through this Court's CM/ECF filing system in these cases.

/s/ Benjamin L. Wallen

Benjamin L. Wallen